

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
CARBON CAPITAL II, INC., a Maryland
corporation,

Plaintiff,

- against -

ROYAL PALM SENIOR INVESTORS, LLC, a
Delaware limited liability company, and GUY T.
MITCHELL, an individual,

Defendants.
-----X

Index No. 08 Civ. 3660 (JES)

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NOTICE OF APPEARANCE

TO THE CLERK:

Please enter an appearance in the above-captioned action for SIDLEY AUSTIN

LLP, as counsel for Plaintiff Carbon Capital II, Inc.

Dated: New York, New York
April 18, 2008

Respectfully submitted,

SIDLEY AUSTIN LLP

By: 

Nicholas P. Crowell
Isaac S. Greaney
Alex J. Kaplan
787 Seventh Avenue
New York, New York 10019
(212) 839-5300

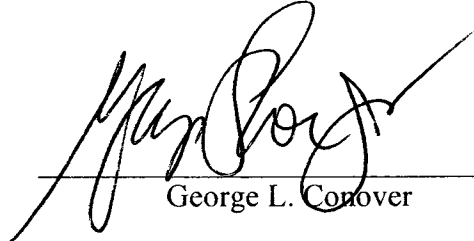
Attorneys for Plaintiff Carbon Capital II, Inc.

STATE OF NEW YORK)
) s.s.:
COUNTY OF NEW YORK)

AFFIDAVIT OF SERVICE

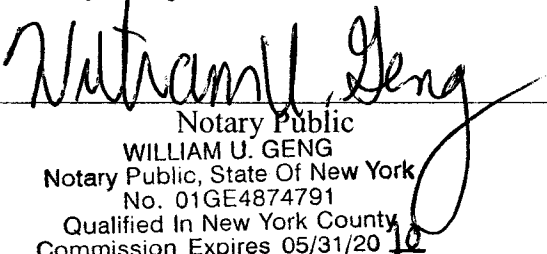
I, George L. Conover, being over the age of eighteen (18) years, and not a party to this action, and being first duly sworn, state on oath that on April 18, 2008, I served the annexed Notice of Appearance by mail in the State of New York upon:

H. Peter Haveles
Jonathan Francis
Arnold & Porter LLP
399 Park Avenue
New York, NY 10022-4690



George L. Conover

Subscribed and sworn to me this
18th day of April, 2008



Notary Public
WILLIAM U. GENG
Notary Public, State Of New York
No. 01GE4874791
Qualified In New York County
Commission Expires 05/31/20 10